

ITEL
CORPORATION

No.

8-333AC11

Date **DEC 29 1978**

Fee \$10.00

ICC Washington, D. C.

RECORDATION NO. **9897A** Filed 1425

DEC 29 1978-9 05 AM

INTERSTATE COMMERCE COMMISSION

December **28**, 1978

The Acting Secretary
Interstate Commerce Commission
Washington, D. C. 20423

Dear Sir:

Consent and Acknowledgement

Will you please record, as provided in 49 U.S.C. § 11303, the Release, ~~and Assignment~~ dated as of **December 28**, 1978, releasing and assigning certain rights under a Conditional Sale Agreement dated as of **November 29**, 1978, under recordation number **9897**, between the parties set forth below. Five counterpart originals of the document are enclosed with this letter of transmittal, along with a check which includes the \$10 filing fee for this document.

The information required for such recordation by order of the Interstate Commerce Commission is as follows:

Section 1116.4(b). The names and addresses of the parties to the transaction:

Vendor - **Bethlehem Steel Corporation**
Bethlehem, Pennsylvania 18016

Purchaser - ITEL Corporation
Two Embarcadero Center
San Francisco, California 94111

Section 1116.4(c). Description of the equipment:

<u>No. of</u> <u>Units</u>	<u>Road</u> <u>Numbers</u>	<u>Description</u>	<u>A.A.R.</u> <u>Mechanical</u> <u>Designation</u>
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See Schedule A

ONE EMBARCADERO CENTER
SAN FRANCISCO
CALIFORNIA 94111
(415) 955-0000

REC'D
FEE OPERATION BR.

DEC 29 8 58 AM '78

RECEIVED

Section 1116.4(e). Conditional Sale Agreement dated as of November 29, 1978, was filed with the Interstate Commerce Commission at 2:30 A.M. on December 11, 1978, and assigned recordation number 9897.

Four counterpart originals of the document being recorded should be stamped and returned to the person delivering this letter. Also Stamp the extra copy of this letter of transmittal.

Very truly yours,

Edward P. Schneider

Edward P. Schneider

Title: Vice-President, Treasurer

Intel Corporation,
Rail Division

Encls.

Schedule A

<u>Type</u>	<u>Quantity</u>	<u>Numbers</u>
70-ton, 89'4" flatcars	45	PW105214; PW105215; PW105223; PW105233 to PW105235; PW105241; PW105245; PW105247; PW105250 to PW105254; PW105265; PW105276; PW105278 to PW105280; PW105288; PW105289; PW105291; PW105293; PW105300; PW105301; PW105312; PW105315; PW105318; PW105323; PW105325; PW105330; PW105332; PW105336; PW105339; PW105340; PW105345; PW105347 to PW105354; PW105363, All Inclusive.

Interstate Commerce Commission

Washington, D.C. 20423

12/29/78

OFFICE OF THE SECRETARY

**Edward P. Schneider
Itel Corporation
Two Embarcadero Center
San Francisco, Calif. 94111**

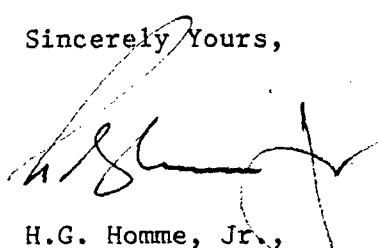
Dear Sir:

The enclosed document(s) was recorded pursuant to the
provisions of Section 20(c) of the Interstate Commerce Act,

49 U.S.C. 20(c), on 12/29/78 at 9:05am,

and assigned recordation number(s) 9800-B, 9827-A, 9852-A, 9855-A,
9881-A
9897-A

Sincerely Yours,



H.G. Homme, Jr.,

Secretary

Enclosure(s)

SE-30-T
(2/78)

RELEASE, CONSENT AND ACKNOWLEDGEMENT DEC 29 1978-9 05 AM

INTERSTATE COMMERCE COMMISSION

In consideration of the sum of \$1.00 and other valuable consideration, the receipt and adequacy of which is hereby acknowledged, Bethlehem Steel Corporation, a Delaware corporation (the "Manufacturer"), the Manufacturer under an Agreement dated as of November 29, 1978 (the "Agreement"), with ITEL Corporation, a Delaware corporation acting through its Rail Division ("ITEL"), hereby:

1. Acknowledges receipt of payment for the first ⁴⁵ ~~100~~ railroad flat cars, numbered ~~105200-105300, both inclusive~~ (the "Cars"), covered by the Agreement. See Schedule A hereto.

2. Consents to the filing of this instrument with the Interstate Commerce Commission for the purpose of demonstrating that title to the Cars is being transferred to ITEL on the date hereof as contemplated by the Agreement and as confirmed below.

3. Confirms that simultaneously with the delivery to ITEL of this instrument there is being delivered to ITEL a bill of sale dated the date hereof transferring to ITEL the right, title and interest of Bethlehem in and to the Cars.

IN WITNESS WHEREOF, the Manufacturer has caused this instrument to be duly executed as of the 28th day of December 1978.

BETHLEHEM STEEL CORPORATION

ATTEST:

R. A. Masters
Assistant Secretary

By David Adams, IV
Vice President

COMMONWEALTH OF PENNSYLVANIA)

) SS:

COUNTY OF LEHIGH)

On this 28th day of December 1978, before me personally appeared David Adams, IV, to me personally known, who, being by me duly sworn, says that he is a Vice President of BETHLEHEM STEEL CORPORATION, that the seal affixed hereto is the corporate seal of said corporation, that this instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of this instrument was the free act and deed of said corporation.

(Notarial Seal)

John H. Vary
Notary Public

My Commission expires

My Commission Expires
July 17, 1982
City of Bethlehem
Lehigh County

Schedule A

<u>Type</u>	<u>Quantity</u>	<u>Numbers</u>
70-ton, 89'4" flatcars	45	PW105214; PW105215; PW105223; PW105233 to PW105235; PW105241; PW105245; PW105247; PW105250 to PW105254; PW105265; PW105276; PW105278 to PW105280; PW105288; PW105289; PW105291; PW105293; PW105300; PW105301; PW105312; PW105315; PW105318; PW105323; PW105325; PW105330; PW105332; PW105336; PW105339; PW105340; PW105345; PW105347 to PW105354; PW105363, All Inclusive.